

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS (EL PASO)**

In re:	§	Chapter 11
Flix Brewhouse Texas V LLC,	§	Case No. 21-30526 (HCM)
Debtor.	§	
	§	
	§	

**GLOBAL NOTES, METHODOLOGY, & SPECIFIC DISCLOSURES REGARDING THE DEBTOR'S
SCHEDULES OF ASSETS & LIABILITIES & STATEMENT OF FINANCIAL AFFAIRS**

A. Introduction

Flix Brewhouse Texas V LLC (the “**Debtor**”) with the assistance of its advisors, has filed its Schedules of Assets and Liabilities (the “**Schedules**”) and Statement of Financial Affairs (the “**SOFA**,” and together with the Schedules, the “**Schedules and SOFA**”) with the United States Bankruptcy Court for the Western District of Texas (El Paso) (the “**Bankruptcy Court**”), under § 521 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the “**Bankruptcy Code**”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

These *Global Notes, Methodology, & Specific Disclosures Regarding the Debtor's Schedules of Assets & Liabilities & Statement of Financial Affairs* (the “**Notes**”) pertain to, are incorporated by reference in, and compose an integral part of the Schedules and SOFA. The Notes should be referred to and considered in connection with any review of the Schedules and SOFA.

The Schedules and SOFA do not represent financial statements prepared according to Generally Accepted Accounting Principles in the United States (“**GAAP**”), nor are they intended to be fully reconciled with the financial statements of the Debtor (whether publicly filed or otherwise). The Schedules and SOFA contain unaudited information that is subject to further review and potential adjustment and reflect the Debtor’s reasonable efforts to report the assets and liabilities of the Debtor.

In preparing the Schedules and SOFA, the Debtor relied on information derived from its books and records that was available at the time of such preparation. Although the Debtor has made reasonable efforts to ensure the accuracy and completeness of such financial information, inadvertent errors or omissions, as well as the discovery of conflicting, revised, or subsequent information, may cause a material change to the Schedules and SOFA.

The Debtor and its officers, agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data provided in the Schedules and SOFA and are not liable for any loss or injury arising out of or caused (in whole or in part) by acts or omissions (whether negligent or otherwise) in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained in the Schedules and SOFA. Except as expressly required by the Bankruptcy Code, the Debtor and its officers, agents, attorneys, and financial advisors do not undertake any obligation to update, modify, revise, or recategorize the

information provided in the Schedules and SOFA, or to notify any third party should the information be updated, modified, revised, or recategorized. The Debtor, on behalf of itself, its officers, agents, and advisors reserves all rights and disclaims any liability to any third party arising out of, or related to, the information in the Schedules and SOFA.

The Schedules and SOFA have been signed by Allan L. Reagan, the President of the Debtor's Manager, Hospitality Investors Inc. (the "**Debtor's Manager**"). In reviewing and signing the Schedules and SOFA, Mr. Reagan relied on the efforts, statements, and representations of the Debtor's other agents and professionals. Mr. Reagan has not (and could not have) personally verified the accuracy of each such statement and representation, including, for example, statements and representations concerning creditors' addresses, amounts owed to creditors, and classification of such amounts.

B. General Notes & Overview of Methodology

- 1. Reservation of Rights.** The Debtor made reasonable efforts to prepare and file complete and accurate Schedules and SOFA. Nevertheless, inadvertent errors or omissions may exist. The Debtor reserves all rights to amend or supplement the Schedules and SOFA from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the rights to: amend the Schedules and SOFA with respect to any claim ("**Claim**") description or designation; dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and SOFA as to amount, liability, priority, status, or classification; subsequently designate any Claim as "disputed," "contingent," or "unliquidated"; or object to the extent, validity, enforceability, priority, or avoidability of any Claim. No failure to designate a Claim in the Schedules and SOFA as "disputed," "contingent," or "unliquidated" shall constitute an admission by the Debtor that such Claim or amount is not "disputed," "contingent," or "unliquidated." Listing a Claim does not constitute an admission of liability by the Debtor. Nothing contained in the Schedules and SOFA constitutes a waiver of rights with respect to the Debtor's chapter 11 case, including, without limitation, issues involving Claims, substantive consolidation, defenses, equitable subordination, recharacterization, or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other laws regarding recovery of assets or avoidance of transfers. No specific reservation of rights contained elsewhere in the Notes limits the general reservation of rights contained in this paragraph.

The listing in the Schedules or SOFA by the Debtor of any obligation of the Debtor reflects what appears in the Debtor's books and records and is not an admission or conclusion by the Debtor regarding whether such amount should or would be allowed as a Claim or how such obligations may be classified or characterized in a plan of reorganization or by the Bankruptcy Court.

- 2. Description of Case.** On July 12, 2021 (the "**Petition Date**"), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor continues to manage its financial affairs as debtor in possession under Bankruptcy Code §§ 1107(a) and 1108.

- 3. Net Book Value of Assets.** It would be prohibitively expensive, unduly burdensome, and inefficient for the Debtor to obtain current market valuations for all of its assets. Accordingly, unless otherwise indicated, the Schedules and SOFA reflect net book values as of the close of business on July 12, 2021 in the Debtor's books and records. Additionally, because the book values of certain assets, such as patents, trademarks, trade names, and copyrights, may materially differ from their fair market values, they may be listed as having undetermined amounts as of the Petition Date. Furthermore, assets that have fully depreciated or were expensed for accounting purposes may have no net book value and may not appear in the Schedules and SOFA.
- 4. Recharacterization.** Despite the Debtor's reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and SOFA, the Debtor may have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity of the Debtor's business. The Debtor accordingly reserves its rights to recharacterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and SOFA as necessary or appropriate, as additional information becomes available, including, without limitation, whether contracts or leases listed in the Schedules and SOFA are deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition.
- 5. Excluded Assets & Liabilities.** The Debtor has sought to allocate liabilities between the prepetition and postpetition periods based on the information and research conducted in connection with the preparation of the Schedules and SOFA. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change.

The liabilities listed on the Schedules do not reflect any analysis of Claims under Bankruptcy Code § 503(b)(9). Accordingly, the Debtor reserves its rights to dispute or challenge the validity of any such Claims or any characterization of the structure of any such transaction or any document or instrument related to any Claim.

The Debtor has excluded certain categories of assets, tax accruals, and liabilities from the Schedules and SOFA, including, without limitation, deferred gains. In addition, certain immaterial assets and liabilities may have been excluded.

- 6. Insiders.** Solely for purposes of the Schedules and SOFA, the Debtor defines "insiders" to include the following: (a) manager; (b) senior level officers; (c) equity holders holding more than 10% of the equity of the Debtor entity; (d) the Debtor's affiliates; and (e) relatives of any of the foregoing (to the extent known by the Debtor). Entities have been listed as "insiders" for informational purposes only and their inclusion is not an admission that any such entity is an insider for purposes of Bankruptcy Code § 101(31).
- 7. Intellectual Property Rights.** The exclusion of any intellectual property right does not constitute an admission that such intellectual property right has been abandoned, terminated, assigned, expired by its terms, or otherwise transferred under a sale,

acquisition, or other transaction. Conversely, inclusion of any intellectual property right does not constitute an admission that such intellectual property right has not been abandoned, terminated, assigned, expired by its terms, or otherwise transferred under a sale, acquisition, or other transaction.

- 8. Executory Contracts & Unexpired Leases.** The Debtor made diligent attempts to include all of its executory contracts and unexpired lease obligations on Schedule G. Nevertheless, the Debtor may have inadvertently failed to list them all. Nothing in the Schedules or SOFA is an admission or determination as to the legal status of any executory contract or lease, including whether a lease is a true lease or a financing arrangement. Nor does any such listing of executory contracts and unexpired leases reflect the Debtor's determination of whether to assume and assign or to reject such contract or lease.
- 9. Materialman's & Mechanic's Liens.** The assets listed in the Schedules and SOFA are presented without consideration of any materialman's and mechanic's liens that may exist.
- 10. Classifications.** Listing a Claim or contract on (a) Schedule D as "secured," (b) Schedule E/F as "priority," (c) Schedule E/F part 2 as "unsecured," or (d) Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtor of the legal rights of the claimant, or a waiver of the Debtor's rights to recharacterize or reclassify such Claims or contracts or leases, or to effect setoffs against such Claims.
- 11. Claims Description.** Schedules D and E/F permit the Debtor to designate a Claim as "disputed," "contingent," and "unliquidated." Any failure to designate a Claim on a Debtor's Schedules and SOFA as "disputed," "contingent," or "unliquidated" does not constitute an admission by that Debtor that such amount is not "disputed," "contingent," or "unliquidated," or that such Claim is not subject to objection. Moreover, listing a Claim does not constitute an admission of liability by the Debtor.
- 12. Causes of Action.** Despite its reasonable efforts to identify all known assets, the Debtor may not have listed all of its causes of action or potential causes of action against third parties as assets in the Schedules and SOFA, including, without limitation, causes of actions arising under the provisions of chapter 5 of the Bankruptcy Code and any other laws regarding recovery of assets or avoidance of transfers. The Debtor reserves all of its rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross-claim, counterclaim, or recoupment, and any Claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertible directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law, or in equity, or under any other theory of law (collectively, "**Causes of Action**") the Debtor may have, and neither these Notes nor the Schedules and SOFA may be deemed a waiver of any Claims or Causes of Action or in any way prejudice or impair the assertion of such Claims or Causes of Action.

13. Summary of Significant Reporting Policies. The following is a summary of significant reporting policies:

- a. **Undetermined Amounts.** The description of an amount as “unknown,” “TBD,” or “undetermined” is not intended to reflect the materiality of such amount.
- b. **Totals.** All totals included in the Schedules and SOFA represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may differ from the listed total.
- c. **Liens.** Property and equipment listed in the Schedules and SOFA are presented without consideration of any liens that may attach (or have attached) to such property and equipment.

14. Estimates & Assumptions. Because of the timing of the filings, management was required to make certain estimates and assumptions that affected the reported amounts of these assets and liabilities. Actual amounts may materially differ from those estimates.

15. Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.

16. Intercompany. The listing in the Schedules or SOFA (including, without limitation, Schedule A/B or Schedule E/F) by the Debtor of any obligation between the Debtor and any affiliated entity of the Debtor is a statement of what appears in the Debtors’ books and records and does not reflect any admission or conclusion of the Debtor regarding whether such amount would be allowed as a Claim or how such obligations may be classified or characterized in a plan of reorganization or by the Bankruptcy Court. Intercompany balances were generally not reconciled and not scheduled.

17. Setoffs. The Debtor incurs certain offsets and other similar rights during the ordinary course of its business. Offsets in the ordinary course can result from various items, including, without limitation, pricing discrepancies, returns, refunds, warranties, debit memos, credits, and other disputes between the Debtor and its suppliers and customers. These offsets and other similar rights are consistent with the ordinary course of business in the Debtor’s industry and are not tracked separately. Therefore, although such offsets and other similar rights may have been accounted for when certain amounts were included in the Schedules, offsets are not independently accounted for, and as such, are or may be excluded from the Schedules and SOFA.

18. Notes Control. If the Schedules and SOFA differ from the Notes, the Notes control.

C. Specific Disclosures with Respect to the Schedules

- 1. Creditor Addresses.** Creditor addresses not listed in the Debtor’s schedules may be in the official creditor matrix filed with the Court.
- 2. Schedule A/B Part 5: Inventory, Excluding Agriculture Assets.** The Debtor has listed certain raw materials owned by Woodward Center Inc. (“**WCI**”), Debtor’s

concessionaire which transacts all the alcoholic beverage purchases, manufacturing, and sales for the Debtor.

3. **Schedule A/B Part 7: Office Furniture, Fixtures, & Equipment; & Collectibles.** Dollar amounts are presented net of accumulated depreciation and other adjustments as set forth in the Debtor’s “Depreciation Expense Report,” dated as of December 31, 2019. The Depreciation Expense Report was prepared as part of a financial audit conducted for Flix Entertainment LLC (“**FELLC**”), the Debtor’s sole member and parent entity. No depreciation since December 31, 2019 was factored into the scheduled values.
4. **Schedule A/B Part 9: Real Property.** The Debtor does not own any real property. The Debtor has listed its real property lease in Schedule A/B #55, including its leasehold interest/improvements. The value presented for leasehold improvements is the gross amount paid by Debtor for such improvements, without regard to any tenant improvement allowance, less accumulated depreciation through December 31, 2019.
5. **Schedule A/B Part 11: All Other Assets.** The Debtor has listed a potential cause of action against its landlord arising out of a lease dispute.

D. Specific Disclosures with Respect to the SOFA

1. **SOFA #3: Certain payments or transfers to creditors within 90 days before filing this case.** SOFA #3 includes any disbursement made by a third-party to the benefit of the Debtor within 90 days before the Petition Date, except for those made to insiders (which payment appears in response to SOFA #4) and bankruptcy professionals (which appear in response to SOFA #11). The amount listed in SOFA #3 reflects the Debtor’s disbursements netted against any check level detail, thus, to the extent a disbursement was made to pay for multiple invoices, only one entry has been listed on SOFA #3.
2. **SOFA #4: Payments or other transfers of property made within 1 year before filing this case that benefited any insider.** As a subsidiary of FELLC, the Debtor operates its business under a cash management system administered by FELLC to collect funds from the Debtor’s operations and pay various operating and administrative expenses (the “**Cash Management System**”). The Cash Management System allows the Debtor and its non-Debtor affiliates to efficiently collect and transfer cash generated by the Debtor’s business to pay its share of consolidated financial obligations. The Cash Management System generally consists of a series of “zero-balance” accounts that are swept each business day into a main concentration account maintained by FELLC. The Debtor has provided a schedule of historical transactions made to FELLC via the Cash Management System. No determination has been made as to whether any of these transfers constitute preferential transfers.
3. **SOFA #11: Payments related to bankruptcy.** FELLC paid retainers on the Debtor’s behalf to the Debtor’s proposed attorneys as described in detail in its *Disclosure of Compensation of Attorney for Debtor(s)*, and in its engagement letters with its professionals.

4. SOFA #16: Does the Debtor Collect and Retain Personally Identifiable Information of Customers? The Debtor collects and retains a list of customer names, e-mail addresses, and birthdays (*not* dates of birth), collected through the Debtor's website, which has been used for its loyalty program. This information was not listed in Schedule A/B.

Fill in this information to identify the case:

Debtor name **Flix Brewhouse Texas V LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF TEXAS**Case number (if known) **21-30526** Check if this is an amended filing

Official Form 206Sum Summary of Assets and Liabilities for Non-Individuals

12/15**Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*..... \$ **4,132,882.46****1b. Total personal property:**Copy line 91A from *Schedule A/B*..... \$ **4,027,075.38****1c. Total of all property:**Copy line 92 from *Schedule A/B*..... \$ **8,159,957.84****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **1,717,548.43****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **0.00****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **15,417,265.52****4. Total liabilities**
Lines 2 + 3a + 3b\$ **17,134,813.95**

Fill in this information to identify the case:

Debtor name **Flix Brewhouse Texas V LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF TEXAS**Case number (if known) **21-30526** Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?** No. Go to Part 2. Yes Fill in the information below.**All cash or cash equivalents owned or controlled by the debtor****Current value of debtor's interest****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm) Type of account

Last 4 digits of account number

3.1. Chase Bank	Checking	6582	\$499.00
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3.2. Comerica Bank (-\$30.00 balance)	Credit card processing	3092	\$0.00
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4. Other cash equivalents (Identify all)**5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$499.00

Part 2: Deposits and Prepayments**6. Does the debtor have any deposits or prepayments?** No. Go to Part 3. Yes Fill in the information below.**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

7.1. El Paso Electric Company security deposit	\$35,000.00
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7.2. Texas Gas Service Company security deposit	\$2,871.00
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Debtor Flix Brewhouse Texas V LLC
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8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

Insurance - property, general liability, umbrella, and workers compensation <u>The Nowell Agency</u>	\$3,436.00
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9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$41,307.00

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

No. Go to Part 4.
 Yes Fill in the information below.

Part 4: Investments

13. Does the debtor own any investments?

No. Go to Part 5.
 Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

No. Go to Part 6.
 Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials Food - perishable pantry items	6/30/21	\$2,404.00		\$2,404.00

20. Work in progress

21. Finished goods, including goods held for resale

22. Other inventory or supplies

Supplies - kitchen, cleaning, paper, and bar	6/30/21	\$6,978.00	\$6,978.00
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23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$9,382.00

24. Is any of the property listed in Part 5 perishable?

No
 Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

No

Debtor Flix Brewhouse Texas V LLC _____ Case number (*If known*) 21-30526 _____
Name _____

Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

No
 Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

No. Go to Part 7.
 Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

No. Go to Part 8.
 Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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39. **Office furniture**
See Furnishings section of attached Depreciation Expense Report \$0.00 \$983,205.20

40. **Office fixtures**

41. **Office equipment, including all computer equipment and communication systems equipment and software**

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.** \$983,205.20
Add lines 39 through 42. Copy the total to line 86.

44. Is a depreciation schedule available for any of the property listed in Part 7?

No
 Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

No
 Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

No. Go to Part 9.
 Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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47. **Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

48. **Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

Debtor Flix Brewhouse Texas V LLC
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49. Aircraft and accessories		
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment) See Computer Equipment, Kitchen and Bar Equipment, Audiovisual Equipment, China, Glass, Silver, Linen, Theater Equipment, Brewery Equipment, and Purchased Software sections of attached Depreciation Expense Report	\$2,992,682.18	\$2,992,682.18
Carbonation equipment leased from Airgas International Carbonation	\$0.00	\$0.00
Dishwasher equipment leased from Ecolab Institutional	\$0.00	\$0.00
Beverage fountain equipment leased from Pepsi Co	\$0.00	\$0.00

51. Total of Part 8.
Add lines 47 through 50. Copy the total to line 87.

52. Is a depreciation schedule available for any of the property listed in Part 8?
 No
 Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?
 No
 Yes

Part 9: Real property54. Does the debtor own or lease any real property?

No. Go to Part 10.
 Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property <small>Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available.)</small>	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest

Debtor Flix Brewhouse Texas V LLC
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55.1. Leasehold improvements on leased real estate at 6450 N Desert Blvd, Bldg 12, El Paso, TX 79912 See Leasehold Improvements and Signs Permanent sections of attached Depreciation Expense Report	Lessee of real estate	\$4,132,882.46	\$4,132,882.46
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55.2. Lease of 6450 N Desert Blvd, Bldg 12, El Paso, TX 79912 See Schedule G	Lease	\$0.00	\$0.00
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56. Total of Part 9.	\$4,132,882.46
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Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.
Copy the total to line 88.

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

No
 Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

No
 Yes

Part 10: Intangibles and intellectual property59. **Does the debtor have any interests in intangibles or intellectual property?**

No. Go to Part 11.
 Yes Fill in the information below.

Part 11: All other assets70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.
 Yes Fill in the information below.

Current value of
debtor's interest71. **Notes receivable**
Description (include name of obligor)72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)73. **Interests in insurance policies or annuities**74. **Causes of action against third parties (whether or not a lawsuit
has been filed)**

Debtor Flix Brewhouse Texas V LLC
Name _____Case number (*If known*) 21-30526**Cause of action against ROP Artcraft LLC (not yet filed)****Unknown**

Nature of claim	<u>Lease dispute</u>
Amount requested	<u>\$0.00</u>

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed *Examples:* Season tickets, country club membership78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

 No Yes

Debtor Flix Brewhouse Texas V LLC
NameCase number (*If known*) 21-30526**Part 12: Summary****In Part 12 copy all of the totals from the earlier parts of the form**

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$499.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$41,307.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$9,382.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$983,205.20</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$2,992,682.18</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$4,132,882.46</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$4,027,075.38</u>	+ 91b. <u>\$4,132,882.46</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$8,159,957.84</u>

Flix Entertainment, LLC

Depreciation Expense Report

As of December 31, 2019

Book = Internal

FYE Month = December

Sys No	In Svc Ext Date	Acquired Value	P T Depr	Depr	Est Life	Salv/168 Sec 179	Allow	Depreciable Basis	Prior Thru	Prior Accum Depreciation	Depreciation This Run	Current YTD Depreciation	Current Accum Depreciation	Key Code
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Location = ELP

G/L Asset Account = 1440 - lease hold improvements ↓

001688	General Contractor build out	000 09/04/19	1,245,492.50	R	SLMM	15 00	0.00	1,245,492.50		0.00	27,677.61	27,677.61	27,677.61
001689	General Contractor build out	000 09/04/19	477,645.44	R	SLMM	15 00	0.00	477,645.44		0.00	10,614.34	10,614.34	10,614.34
001690	Soft cost design fees	000 09/04/19	476,464.85	R	SLMM	15 00	0.00	476,464.85		0.00	10,588.11	10,588.11	10,588.11
001692	New store build out	000 09/04/19	199,389.14	R	SLMM	15 00	0.00	199,389.14		0.00	4,430.87	4,430.87	4,430.87
001693	New Store design and development	000 09/04/19	85,665.71	R	SLMM	15 00	0.00	85,665.71		0.00	1,903.68	1,903.68	1,903.68
001694	General Contractor build out												

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Location = ELP												
<i>G/L Asset Account = 1440</i>												
<i>lease hold improvements - cont</i>												
001695	000 09/04/19 Q1 Internal Dev Capex	67,540.50	R SLMM	15 00	0.00	67,540.50		0.00	1,500.90	1,500.90	1,500.90	
001696	000 09/04/19 Q2 Development Allocation	59,302.73	R SLMM	15 00	0.00	59,302.73		0.00	1,317.84	1,317.84	1,317.84	
001697	000 09/04/19 Q3 Internal Dev Fees	34,209.52	R SLMM	15 00	0.00	34,209.52		0.00	760.21	760.21	760.21	
001698	000 09/04/19 Internal development expenses (SVP/VP) for construction	24,052.86	R SLMM	15 00	0.00	24,052.86		0.00	534.51	534.51	534.51	
001699	000 09/04/19 Internal development expenses (SVP/VP) for construction	19,648.25	R SLMM	15 00	0.00	19,648.25		0.00	436.63	436.63	436.63	
001700	000 09/04/19 Internal development expenses (SVP/VP) for construction	17,500.00	R SLMM	15 00	0.00	17,500.00		0.00	388.89	388.89	388.89	
001701	000 09/04/19 Internal lighting	13,779.00	R SLMM	15 00	0.00	13,779.00		0.00	306.20	306.20	306.20	
001702	000 09/04/19 Permitting fees for build out	11,021.92	P SLMM	15 00	0.00	11,021.92		0.00	244.93	244.93	244.93	
001703	000 09/04/19 Internal development expenses (SVP/VP) for construction	7,580.09	R SLMM	15 00	0.00	7,580.09		0.00	168.45	168.45	168.45	
001704	000 09/04/19 Permit, lighting, and/or build out of building	5,974.00	R SLMM	15 00	0.00	5,974.00		0.00	132.76	132.76	132.76	
001705	000 09/04/19 Permit, lighting, and/or build out of building	4,207.36	R SLMM	15 00	0.00	4,207.36		0.00	93.50	93.50	93.50	
001706	000 09/04/19 Permit, lighting, and/or build out of building	3,898.86	R SLMM	15 00	0.00	3,898.86		0.00	86.64	86.64	86.64	
001707	000 09/04/19 Permit, lighting, and/or build out of building	2,706.25	R SLMM	15 00	0.00	2,706.25		0.00	60.14	60.14	60.14	
001708	000 09/04/19 Internal build out	2,450.01	R SLMM	15 00	0.00	2,450.01		0.00	54.45	54.45	54.45	
001709	000 09/04/19 Permit, lighting, and/or build out of building	2,244.38	R SLMM	15 00	0.00	2,244.38		0.00	49.88	49.88	49.88	
001710	000 09/04/19 Internal build out	1,915.67	R SLMM	15 00	0.00	1,915.67		0.00	42.57	42.57	42.57	
001711	000 09/04/19 General Contractor build out	907.44	R SLMM	15 00	0.00	907.44		0.00	20.17	20.17	20.17	
001712	000 09/04/19 Soft cost design fees	669.62	R SLMM	15 00	0.00	669.62		0.00	14.88	14.88	14.88	
001713	000 09/04/19 Soft cost design fees	412.60	R SLMM	15 00	0.00	412.60		0.00	9.17	9.17	9.17	
001714	000 09/04/19 Soft cost design fees	255.74	R SLMM	15 00	0.00	255.74		0.00	5.68	5.68	5.68	
001715	000 09/04/19 Water bill (specifically used for build out)	87.68	R SLMM	15 00	0.00	87.68		0.00	1.95	1.95	1.95	
001716	000 09/04/19 Electric bill (specifically used for build out)	65.12	R SLMM	15 00	0.00	65.12		0.00	1.45	1.45	1.45	
001750	000 10/04/19 Lighting Designers	32.50	R SLMM	15 00	0.00	32.50		0.00	0.72	0.72	0.72	
001751	000 10/04/19 Lighting Designers	562.56	R SLMM	15 00	0.00	562.56		0.00	9.38	9.38	9.38	
001765	000 10/04/19 Design Fees	6,546.25	R SLMM	15 00	0.00	6,546.25		0.00	109.11	109.11	109.11	
	000 11/28/19	5,000.00	R SLMM	15 00	0.00	5,000.00		0.00	27.79	27.79	27.79	

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Location = ELP

G/L Asset Account = 1440

001767	Lighting Installers	000 12/15/19	201.47	R	SLMM	15 00	0.00	201.47		0.00	1.12	1.12	1.12
001779	Q4 Internal Dev Allocation	000 12/31/19	5,155.00	R	SLMM	15 00	0.00	5,155.00		0.00	0.00	0.00	0.00
001780	Home Depot	000 12/31/19	1,764.86	R	SLMM	15 00	0.00	1,764.86		0.00	0.00	0.00	0.00
001781	City of El Paso	000 12/31/19	1,009.60	R	SLMM	15 00	0.00	1,009.60		0.00	0.00	0.00	0.00
001782	Twin Shores	000 12/31/19	4,975.00	R	SLMM	15 00	0.00	4,975.00		0.00	0.00	0.00	0.00
001783	Change Order	000 12/31/19	79,479.34	R	SLMM	15 00	0.00	79,479.34		0.00	0.00	0.00	0.00
001788	ELP TI Allowance	000 12/31/19	971,714.94	R	SLMM	15 00	0.00	971,714.94		0.00	0.00	0.00	0.00
001789	General Contractor Build Out	000 09/04/19	266,604.00	R	SLMM	15 00	0.00	266,604.00		0.00	5,924.53	5,924.53	5,924.53
	<i>G/L Asset Account = 1440</i>		4,108,132.76				0.00	4,108,132.76		0.00	67,519.06	67,519.06	67,519.06
	Less disposals and transfers		0.00				0.00	0.00		0.00			0.00
	Count = 0												
	Net Subtotal		4,108,132.76				0.00	4,108,132.76		0.00	67,519.06	67,519.06	67,519.06
	Count = 39												

*- signs permanent**G/L Asset Account = 1490*

001721	New Outdoor signage	000 09/04/19	80,023.06	P	SLMM	15 00	0.00	80,023.06		0.00	1,778.29	1,778.29	1,778.29
001768	New Outdoor signage	000 12/15/19	14,103.34	P	SLMM	15 00	0.00	14,103.34		0.00	78.35	78.35	78.35
	<i>G/L Asset Account = 1490</i>		94,126.40				0.00	94,126.40		0.00	1,856.64	1,856.64	1,856.64
	Less disposals and transfers		0.00				0.00	0.00		0.00			0.00
	Count = 0												
	Net Subtotal		94,126.40				0.00	94,126.40		0.00	1,856.64	1,856.64	1,856.64
	Count = 2												

*Computer equipment**G/L Asset Account = 1500*

001722	Computer equipment and servers	000 09/04/19	90,000.00	P	SLMM	05 00	0.00	90,000.00		0.00	6,000.00	6,000.00	6,000.00
001723	Computer wiring	000 09/04/19	85,932.15	P	SLMM	05 00	0.00	85,932.15		0.00	5,728.81	5,728.81	5,728.81
001724	Call Connect system	000 09/04/19	65,769.50	P	SLMM	05 00	0.00	65,769.50		0.00	4,384.63	4,384.63	4,384.63
001725	ECM Computer equipment	000 09/04/19	5,628.80	P	SLMM	05 00	0.00	5,628.80		0.00	375.25	375.25	375.25
001726	Dell Computers	000 09/04/19	5,276.12	P	SLMM	05 00	0.00	5,276.12		0.00	351.74	351.74	351.74
001727	POS Computers and Printers	000 09/04/19	4,822.53	P	SLMM	05 00	0.00	4,822.53		0.00	321.50	321.50	321.50

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Location = ELP													
<i>G/L Asset Account = 1500</i>													
001754	POS Computer Equipment												
000	10/05/19	55,117.39	P	SLMM	07 00		0.00	55,117.39		0.00	1,968.48	1,968.48	1,968.48
001761	ECM Office Equipment												
000	10/24/19	2,388.40	P	SLMM	07 00		0.00	2,388.40		0.00	56.87	56.87	56.87
001769	Call button System												
000	12/15/19	4,580.30	P	SLMM	07 00		0.00	4,580.30		0.00	54.53	54.53	54.53
001770	Call button System												
000	12/15/19	53,972.40	P	SLMM	07 00		0.00	53,972.40		0.00	642.53	642.53	642.53
001771	Server System Set up												
000	12/15/19	5,363.00	P	SLMM	07 00		0.00	5,363.00		0.00	63.85	63.85	63.85
001784	Computer												
000	12/31/19	719.84	P	SLMM	07 00		0.00	719.84		0.00	0.00	0.00	0.00
<i>G/L Asset Account = 1500</i>													
		379,570.43					0.00	379,570.43		0.00	19,948.19	19,948.19	19,948.19
Less disposals and transfers													
Count = 0													
Net Subtotal													
		379,570.43					0.00	379,570.43		0.00	19,948.19	19,948.19	19,948.19
Count = 12													
<i>G/L Asset Account = 1505</i> Furnishings													
001728	Theater Seating												
000	09/04/19	672,398.08	P	SLMM	07 00		0.00	672,398.08		0.00	32,018.96	32,018.96	32,018.96
001729	Theater seating												
000	09/04/19	82,939.03	P	SLMM	07 00		0.00	82,939.03		0.00	3,949.48	3,949.48	3,949.48
001730	pub/bar furnishings												
000	09/04/19	3,598.95	P	SLMM	05 00		0.00	3,598.95		0.00	239.93	239.93	239.93
001731	pub/bar furnishings												
000	09/04/19	2,562.15	P	SLMM	05 00		0.00	2,562.15		0.00	170.81	170.81	170.81
001732	Pub furnishings												
000	09/04/19	1,779.83	P	SLMM	05 00		0.00	1,779.83		0.00	118.66	118.66	118.66
001733	pub/bar furnishings												
000	09/04/19	1,226.60	P	SLMM	05 00		0.00	1,226.60		0.00	81.77	81.77	81.77
001764	Theater Seating												
000	11/07/19	717.70	P	SLMM	07 00		0.00	717.70		0.00	17.09	17.09	17.09
001772	Theater Seating												
000	12/15/19	66,454.00	P	SLMM	07 00		0.00	66,454.00		0.00	791.12	791.12	791.12
001773	Theater Seating												
000	12/15/19	183,948.89	P	SLMM	07 00		0.00	183,948.89		0.00	2,189.87	2,189.87	2,189.87
001774	Patio/Pub Furniture												
000	12/15/19	2,882.38	P	SLMM	07 00		0.00	2,882.38		0.00	34.31	34.31	34.31
001775	Patio/Pub Furniture												
000	12/15/19	2,117.63	P	SLMM	07 00		0.00	2,117.63		0.00	25.21	25.21	25.21
001785	Theater Seating												
000	12/31/19	2,217.17	P	SLMM	07 00		0.00	2,217.17		0.00	0.00	0.00	0.00

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Location = ELP														
		G/L Asset Account = 1505						1,022,842.41		0.00	39,637.21	39,637.21	39,637.21	
		Less disposals and transfers						0.00		0.00		0.00		0.00
		Count = 0												
		Net Subtotal						1,022,842.41		0.00	39,637.21	39,637.21	39,637.21	
		Count = 12												
		G/L Asset Account = 1510	<i>kitchen & bar equipment</i>											
001734		Catering Equipment additions	000 09/04/19	805,452.96	P	SLMM	05 00	0.00	805,452.96		0.00	53,696.86	53,696.86	53,696.86
001735		Catering Equipment additions	000 09/04/19	78,656.22	P	SLMM	05 00	0.00	78,656.22		0.00	5,243.75	5,243.75	5,243.75
001736		Catering Equipment additions	000 09/04/19	16,687.82	P	SLMM	05 00	0.00	16,687.82		0.00	1,112.52	1,112.52	1,112.52
001737		Catering Equipment additions	000 09/04/19	12,683.74	P	SLMM	05 00	0.00	12,683.74		0.00	845.58	845.58	845.58
001738		Catering Equipment additions	000 09/04/19	2,444.82	P	SLMM	05 00	0.00	2,444.82		0.00	162.99	162.99	162.99
001739		Catering Equipment additions	000 09/04/19	1,706.92	P	SLMM	05 00	0.00	1,706.92		0.00	113.80	113.80	113.80
001740		Catering Equipment additions	000 09/04/19	1,389.35	P	SLMM	05 00	0.00	1,389.35		0.00	92.62	92.62	92.62
001741		Catering Equipment additions	000 09/04/19	1,072.88	P	SLMM	05 00	0.00	1,072.88		0.00	71.53	71.53	71.53
001742		Catering Equipment additions	000 09/04/19	307.40	P	SLMM	05 00	0.00	307.40		0.00	20.49	20.49	20.49
		G/L Asset Account = 1510							920,402.11		0.00	61,360.14	61,360.14	61,360.14
		Less disposals and transfers						0.00						0.00
		Count = 0												
		Net Subtotal						920,402.11		0.00	61,360.14	61,360.14	61,360.14	
		Count = 9												
		G/L Asset Account = 1525	<i>audio visual equipment</i>											
001664		Theater sound systems	000 09/04/19	78,044.00	P	SLMM	07 00	0.00	78,044.00		0.00	3,716.38	3,716.38	3,716.38
001776		Theater sound systems	000 12/15/19	87,460.55	P	SLMM	07 00	0.00	87,460.55		0.00	1,041.20	1,041.20	1,041.20
		G/L Asset Account = 1525							165,504.55		0.00	4,757.58	4,757.58	4,757.58
		Less disposals and transfers						0.00						0.00
		Count = 0												
		Net Subtotal						165,504.55		0.00	4,757.58	4,757.58	4,757.58	
		Count = 2												
		G/L Asset Account = 1540	<i>china, glass, silver/Linen</i>											
001743		Smallwares	000 09/04/19	90,196.77	P	SLMM	05 00	0.00	90,196.77		0.00	6,013.12	6,013.12	6,013.12

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Location = ELP													
		G/L Asset Account = 1540			90,196.77		0.00	90,196.77		0.00	6,013.12	6,013.12	6,013.12
		Less disposals and transfers			0.00		0.00	0.00		0.00			0.00
		Count = 0											
		Net Subtotal			90,196.77		0.00	90,196.77		0.00	6,013.12	6,013.12	6,013.12
		Count = 1											
		G/L Asset Account = 1550			Theater equipment								
001744		Theater Projection Equipment											
	000	09/04/19	905,581.05	P SLMM	07 00	0.00	905,581.05			0.00	43,122.91	43,122.91	43,122.91
001745		Acoustic Sound Paneling											
	000	09/04/19	164,356.00	P SLMM	07 00	0.00	164,356.00			0.00	7,826.48	7,826.48	7,826.48
001746		Theater Equipment											
	000	09/04/19	4,363.16	P SLMM	07 00	0.00	4,363.16			0.00	207.77	207.77	207.77
001777		Theater Projection Equipment											
	000	12/20/19	60,369.42	P SLMM	07 00	0.00	60,369.42			0.00	0.00	0.00	0.00
		G/L Asset Account = 1550			1,134,669.63		0.00	1,134,669.63		0.00	51,157.16	51,157.16	51,157.16
		Less disposals and transfers			0.00		0.00	0.00		0.00			0.00
		Count = 0											
		Net Subtotal			1,134,669.63		0.00	1,134,669.63		0.00	51,157.16	51,157.16	51,157.16
		Count = 4											
		G/L Asset Account = 1555			Brewery equipment								
001747		7 bbl Brewery System											
	000	09/04/19	442,478.77	P SLMM	07 00	0.00	442,478.77			0.00	21,070.42	21,070.42	21,070.42
		G/L Asset Account = 1555			442,478.77		0.00	442,478.77		0.00	21,070.42	21,070.42	21,070.42
		Less disposals and transfers			0.00		0.00	0.00		0.00			0.00
		Count = 0											
		Net Subtotal			442,478.77		0.00	442,478.77		0.00	21,070.42	21,070.42	21,070.42
		Count = 1											
		G/L Asset Account = 1570			purchased software								
001763		Vista custom POS Software											
	000	10/29/19	24,755.96	P SLMM	07 00	0.00	24,755.96			0.00	589.43	589.43	589.43
		G/L Asset Account = 1570			24,755.96		0.00	24,755.96		0.00	589.43	589.43	589.43
		Less disposals and transfers			0.00		0.00	0.00		0.00			0.00
		Count = 0											
		Net Subtotal			24,755.96		0.00	24,755.96		0.00	589.43	589.43	589.43
		Count = 1											

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	Location = ELP	8,382,679.79			0.00	8,382,679.79		0.00	273,908.95	273,908.95	273,908.95	
	Less disposals and transfers	0.00			0.00	0.00		0.00			0.00	
	Count = 0											
	Net Subtotal	8,382,679.79			0.00	8,382,679.79		0.00	273,908.95	273,908.95	273,908.95	
	Count = 83											

Fill in this information to identify the case:

Debtor name **Flix Brewhouse Texas V LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF TEXAS**Case number (if known) **21-30526** Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property****12/15**

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		<i>Column A</i> Amount of claim Do not deduct the value of collateral.	<i>Column B</i> Value of collateral that supports this claim	
2.1	El Paso Electric Creditor's Name P.O. Box 982 El Paso, TX 79960-0982 Creditor's mailing address Creditor's email address, if known Date debt was incurred Last 4 digits of account number 8159 Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	\$3,986.90	\$35,000.00	
2.2	El Paso Tax Assessor-Collector Creditor's Name P.O. Box 2992 El Paso, TX 79999-2992 Creditor's mailing address Creditor's email address, if known Date debt was incurred	Describe debtor's property that is subject to a lien Certain Computer Equipment, Kitchen and Bar Equipment, Audiovisual Equipment, China Glass, Silver, Linen, Theater Equipment, Brewery Equipment, and Purchased Software described in Schedule A/B #50	\$284,852.72	\$2,992,682.18

Debtor **Flix Brewhouse Texas V LLC**

Case number (if known)

21-30526

Last 4 digits of account number

5519

Do multiple creditors have an interest in the same property?

 No Yes. Specify each creditor, including this creditor and its relative priority.

As of the petition filing date, the claim is:

Check all that apply

- Contingent
- Unliquidated
- Disputed

2.3 ROP Artcraft LLC

Creditor's Name

**106 Mesa Park Drive
El Paso, TX 79912**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

 No Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

\$1,427,963.59**\$8,108,769.84****Furniture, fixtures and equipment (Schedule A/B, items 39, 50, 55.1); additional contingent, disputed, unliquidated claim for future rents**

Describe the lien

Landlord

Is the creditor an insider or related party?

 No Yes

Is anyone else liable on this claim?

 No Yes. Fill out Schedule H: Codebtors (Official Form 206H)**2.4 Texas Gas Service Company**

Creditor's Name

**P.O. Box 219913
Kansas City, MO
64121-9913**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

 No Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

\$745.22**\$2,871.00****Security deposit for utilities (Schedule A)**

Describe the lien

Security deposit

Is the creditor an insider or related party?

 No Yes

Is anyone else liable on this claim?

 No Yes. Fill out Schedule H: Codebtors (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

- Contingent
- Unliquidated
- Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$1,717,548.4**3****Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies,

Debtor Flix Brewhouse Texas V LLC
Name _____

Case number (if known) 21-30526

assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

**Delgado Acosta Spencer Linebarger
221 North Kansas St
El Paso, TX 79901**

On which line in Part 1 did
you enter the related creditor?

Line 2.2

Last 4 digits of
account number for
this entity

Fill in this information to identify the case:

Debtor name **Flix Brewhouse Texas V LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF TEXAS**Case number (if known) **21-30526** Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

 No. Go to Part 2. Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address Internal Revenue Service Centralized Insolvency Operation P.O. Box 7346 Philadelphia, PA 19101-7346 Date or dates debt was incurred Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Notice only Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00 \$0.00
2.2	Priority creditor's name and mailing address Texas Comptroller of Public Accounts P.O. Box 13528 Capitol Station Revenue Accounting Division - Bankruptcy Austin, TX 78711 Date or dates debt was incurred Last 4 digits of account number 9701 Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Notice only Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00 \$0.00

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

Debtor	Flix Brewhouse Texas V LLC	Case number (if known)	21-30526
Name			
3.1	Nonpriority creditor's name and mailing address 1570 Cinema Services LTD 224 Pine Road Kemah, TX 77565	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$5,400.00
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.2	Nonpriority creditor's name and mailing address 4 Over International LLC 1225 Los Angeles Street Glendale, CA 91207	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$197.62
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.3	Nonpriority creditor's name and mailing address ACC Business P.O. Box 105306 Atlanta, GA 30348-5306	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$5,235.57
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number <u>0182</u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.4	Nonpriority creditor's name and mailing address Airgas International Carbonation 2530 Sever Road Suite 300 Dallas, TX 75373	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$338.88
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number <u>3041</u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.5	Nonpriority creditor's name and mailing address Cinema Breweries Inc 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$0.00
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.6	Nonpriority creditor's name and mailing address CineVizion LLC 5301 Melrose Avenue Suite B-210 Los Angeles, CA 90038	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$298.00
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.7	Nonpriority creditor's name and mailing address Country Malt P.O. Box 51602 Los Angeles, CA 90051-5902	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,631.70
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	Flix Brewhouse Texas V LLC	Case number (if known)	21-30526
Name			
3.8	Nonpriority creditor's name and mailing address Davis Wright Tremaine LLP Attention: J. Riley Lagesen 1300 SW Fifth Avenue Suite 2400 Portland, OR 97201-5610 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply.	\$0.00
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Legal services	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.9	Nonpriority creditor's name and mailing address Digital Light Source LLC 2768 Santa Ynez Avenue Simi Valley, CA 93063 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply.	\$895.01
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Trade debt	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.10	Nonpriority creditor's name and mailing address Direct TV P.O. Box 105249 Atlanta, GA 30348-5249 Date(s) debt was incurred _____ Last 4 digits of account number <u>5392</u>	As of the petition filing date, the claim is: Check all that apply.	\$414.64
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Trade debt	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.11	Nonpriority creditor's name and mailing address Ecolab Institutional P.O. Box 70343 Chicago, IL 60673 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply.	\$5,988.58
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Trade debt	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.12	Nonpriority creditor's name and mailing address Ecolab Pest Elimination 2625 Network Place Chicago, IL 60673 Date(s) debt was incurred _____ Last 4 digits of account number <u>0101</u>	As of the petition filing date, the claim is: Check all that apply.	\$2,525.99
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Trade debt	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.13	Nonpriority creditor's name and mailing address Edward Don & Company 2562 Paysphere Circle Chicago, IL 60674 Date(s) debt was incurred _____ Last 4 digits of account number <u>8286</u>	As of the petition filing date, the claim is: Check all that apply.	\$34.11
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Trade debt	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.14	Nonpriority creditor's name and mailing address Efrains Janitorial Services 11993 Braveheart El Paso, TX 79936 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply.	\$2,465.94
		<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
		Basis for the claim: Trade debt	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	Flix Brewhouse Texas V LLC	Case number (if known)	21-30526
Name			
3.15	Nonpriority creditor's name and mailing address El Paso Disposal 5539 El Paso Dr El Paso, TX 79905-2907	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,866.65
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Garbage disposal</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.16	Nonpriority creditor's name and mailing address El Paso Water P.O. Box 511 El Paso, TX 79961-0511	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$268.27
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number <u>1302</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Utility</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.17	Nonpriority creditor's name and mailing address Flix Brewhouse LLC 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$804,152.12
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Intercompany</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.18	Nonpriority creditor's name and mailing address Flix Brewhouse Texas II LLC 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$821.05
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Intercompany</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.19	Nonpriority creditor's name and mailing address Flix Brewhouse Texas IV 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$8,418.03
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Intercompany</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.20	Nonpriority creditor's name and mailing address Flix Entertainment LLC 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$14,399,061.13
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Intercompany</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.21	Nonpriority creditor's name and mailing address Gift certificates - Creditors unknown	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$94,007.32
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Gift certificates</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	Flix Brewhouse Texas V LLC	Case number (if known)	21-30526
Name			
3.22	Nonpriority creditor's name and mailing address Grandstand P.O. Box 3497 Wichita, KS 67201	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$342.14
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.23	Nonpriority creditor's name and mailing address Green Arrow Environmental Services 7651 Esters Boulevard Suite 200 Irving, TX 75063	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,285.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.24	Nonpriority creditor's name and mailing address Homefield Grill 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$4,426.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.25	Nonpriority creditor's name and mailing address IFC Films LLC 11 Penn Plaza New York, NY 10001	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$147.27
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.26	Nonpriority creditor's name and mailing address Irma Najera c/o Huyhn Law Firm 1742 N. Zaragoza Rd. Ste A El Paso, TX 79936	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Unknown
	Date(s) debt was incurred _____	<input checked="" type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> Unliquidated	
		<input checked="" type="checkbox"/> Disputed	
		Basis for the claim: <u>Lawsuit, case No 21-005971</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.27	Nonpriority creditor's name and mailing address Jesse's Window Cleaning 6527 Cheyenne Trail El Paso, TX 79925	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$844.35
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.28	Nonpriority creditor's name and mailing address Knife Guys Inc 3412 Stanford Drive Albuquerque, NM 87107-2020	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$38.79
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	Flix Brewhouse Texas V LLC	Case number (if known)	21-30526
Name			
3.29	Nonpriority creditor's name and mailing address L&F Distributors 6949 Market Avenue El Paso, TX 79915	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$60.00
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.30	Nonpriority creditor's name and mailing address Loomis Dept 0757 Po Box 120757 Dallas, TX 75312-1757	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$189.83
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number <u>1570</u>	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.31	Nonpriority creditor's name and mailing address McMaster-Carr P.O. Box 7690 Chicago, IL 60680-7690	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$113.10
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.32	Nonpriority creditor's name and mailing address Nova Clean 5641 Valley Elder El Paso, TX 79932	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$9,233.19
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.33	Nonpriority creditor's name and mailing address Office Depot Po Box 660113 Dallas, TX 75266-0113	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$781.08
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.34	Nonpriority creditor's name and mailing address PyroCom Systems 820 Kastrin El Paso, TX 79907	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,409.38
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.35	Nonpriority creditor's name and mailing address Rodriguez Produce Inc 125 N Stevens St El Paso, TX 79905	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$125.05
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Date(s) debt was incurred _____	Basis for the claim: Trade debt	
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	Flix Brewhouse Texas V LLC	Case number (if known)	21-30526
Name			
3.36	Nonpriority creditor's name and mailing address Secured Retail Networks 9963 Muirlands Blvd Irving, CA 92618	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$7,094.95
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.37	Nonpriority creditor's name and mailing address Shoes For Crews LLC P.O. Box 734176 Chicago, IL 60673-4176	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$389.48
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.38	Nonpriority creditor's name and mailing address Swank Motion Pictures 2844 Paysphere Circle Chicago, IL 60674	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$178.68
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.39	Nonpriority creditor's name and mailing address Sysco New Mexico 601 Comanche Rd NE Albuquerque, NM 87107	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$41,801.28
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.40	Nonpriority creditor's name and mailing address Sysco Texas 1260 Schwab Road New Braunfels, TX 78132-5155	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$383.72
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.41	Nonpriority creditor's name and mailing address Texas Alcoholic Beverage Commission Licenses and Permits Division P. O. Box 13127 Austin, TX 78711	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$0.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Notice only</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.42	Nonpriority creditor's name and mailing address Texas Workforce Commission TWC Building - Regulatory Integrity Div 101 East 15th Street Austin, TX 78778	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$0.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Notice only</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor **Flix Brewhouse Texas V LLC**

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3.43	Nonpriority creditor's name and mailing address Trane US Inc P.O. Box 845053 Dallas, TX 75284-5053	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$7,160.74
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.44	Nonpriority creditor's name and mailing address Ushio America Inc P.O. Box 7474 Chicago, IL 60677	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$813.95
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.45	Nonpriority creditor's name and mailing address Venue Valet CC LLC 6601 Vaught Ranch Rd Suite 101 Austin, TX 78730	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$5,273.94
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.46	Nonpriority creditor's name and mailing address Vistar Corporation P.O. Box 951080 Dallas, TX 75395	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$530.78
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.47	Nonpriority creditor's name and mailing address Woodward Center Inc 2000 S Interstate 35 Ste Q11 Round Rock, TX 78681	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$622.21
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim: <u>Trade debt</u>	
		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1
5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts		
5a.	\$	0.00
5b.	+	15,417,265.52
5c.	\$	15,417,265.52

Fill in this information to identify the case:

Debtor name **Flix Brewhouse Texas V LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF TEXAS**Case number (if known) **21-30526** Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases**

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Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

 No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form. Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).**2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1. State what the contract or lease is for and the nature of the debtor's interest

Carbonation equipment

State the term remaining

Unknown**Airgas International Carbonation
2530 Sever Road
Suite 300
Dallas, TX 75373**

List the contract number of any government contract

2.2. State what the contract or lease is for and the nature of the debtor's interest

Staffing agreement

State the term remaining

Unknown**Cinema Breweries Inc
2000 S Interstate 35
Ste Q11
Round Rock, TX 78681**

List the contract number of any government contract

2.3. State what the contract or lease is for and the nature of the debtor's interest

Dishwasher equipment service agreement

State the term remaining

Unknown**Ecolab Institutional
P.O. Box 70343
Chicago, IL 60673**

List the contract number of any government contract

2.4. State what the contract or lease is for and the nature of the debtor's interest

Waste disposal, trash service

State the term remaining

Unknown**EI Paso Disposal
5539 EI Paso Dr
EI Paso, TX 79905-2907**

List the contract number of any government contract

Debtor 1 **Flix Brewhouse Texas V LLC**

First Name

Middle Name

Last Name

Case number (if known)

21-30526**Additional Page if You Have More Contracts or Leases****2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5. State what the contract or lease is for and the nature of the debtor's interest

Management agreement

State the term remaining

Flix Entertainment LLC
2000 S Interstate 35
Ste Q11
Round Rock, TX 78681

List the contract number of any government contract

2.6. State what the contract or lease is for and the nature of the debtor's interest

Beverage fountain equipment

State the term remaining

Pepsi Beverage Company
3825 106th Street
Urbandale, IA 50322

List the contract number of any government contract

2.7. State what the contract or lease is for and the nature of the debtor's interest

Lease agreement for 6450 N Desert Blvd, Bldg 12, El Paso, TX 79912
See Schedule A/B #55

State the term remaining

ROP Artcraft LLC
106 Mesa Park Drive
El Paso, TX 79912

List the contract number of any government contract

2.8. State what the contract or lease is for and the nature of the debtor's interest

Server contract

State the term remaining

Spotlight Cinema Networks
P.O. Box 102033
Pasadena, CA 91189

List the contract number of any government contract

2.9. State what the contract or lease is for and the nature of the debtor's interest

Beverage management agreement

State the term remaining

Woodward Center Inc
2000 S Interstate 35
Ste Q11
Round Rock, TX 78681

List the contract number of any government contract

Fill in this information to identify the case:

Debtor name **Flix Brewhouse Texas V LLC**United States Bankruptcy Court for the: **WESTERN DISTRICT OF TEXAS**Case number (if known) **21-30526** Check if this is an amended filing

Official Form 206H

Schedule H: Your Codebtors

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Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
 Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: **Codebtor**Column 2: **Creditor**

	Name	Mailing Address	Name	Check all schedules that apply:
2.1				<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Street			
	City	State	Zip Code	
2.2				<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Street			
	City	State	Zip Code	
2.3				<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Street			
	City	State	Zip Code	
2.4				<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
	Street			
	City	State	Zip Code	